

MONTREAL, QUEBEC--(Marketwired - Dec 11, 2015) - [MDN Inc.](#) (TSX:MDN) (the "Company") wishes to inform its shareholders of the latest developments on its current activities and on corporate changes, mainly related to reductions in operating expenses. The TSX Venture index is now at its lowest level for over ten years and the Company has to make adjustments to cope with this great period of hollow.

#### Change of Auditor

In order to reduce administrative expenses, the Company took the decision to replace its auditor, KPMG LLP / LLP (the "Former Auditor") by PricewaterhouseCoopers LLP / srl / LLP (the "Successor Auditor"). The replacement represents savings of about 40% from 2014.

At the request of the Company, the Former Auditor resigned as auditor of MDN effective November 12, 2015. The Audit Committee and the Board of Directors approved the appointment of the Successor Auditor as of November 12, 2015.

There were no reservations in the Former Auditor's reports in connection with the most recently completed fiscal year (2014) or for any period subsequent to the most recently completed period for which an audit report was issued preceding the date of the Former Auditor's resignation. There are no "reportable events" (as that term is defined in National Instrument 51-102 Continuous Disclosure Obligations) between the Company and the Former Auditor.

Pursuant to NI 51-102, the notice of change of auditor and the required letters of the Former Auditor and the Successor Auditor have been reviewed by the Audit Committee and the Board of Directors and have been filed on SEDAR.

#### Application for transfer to the TSX Venture Exchange

[MDN Inc.](#) was incorporated on January 27, 1954 and made its listing on the Montreal Stock Exchange on January 28, 1986. The Company was then transferred to the Toronto Stock Exchange during the merger of the Montreal and Toronto Exchange on December 6, 1993.

The Company has always met the requirements for continued listing. However, the current market situation affects the market capitalization of MDN. The later falls below the minimum threshold required by the TSX and this is what motivates MDN's transfer request on the TSX Venture Exchange. The Venture Exchange also better represents MDN's company sector of small primary sector companies - mining.

In addition, the TSX Venture Exchange offers much more corporate flexibility and the associated costs are lower.

#### Update on the Agreement in Tanzania

During the third quarter of 2015, MDN signed a Head of Agreement ("HOA") to enter into a joint venture on the properties Ikungu and Ikungu East in Tanzania with Sichuan Xinye Investment Corporation of Mining and Exploration ("XINYE") (see press release dated September 8, 2015). Under the terms of the HOA, XINYE had 100 days to complete a due diligence review after which the Chinese state owned company had to take the decision to continue or not with the signing of a definitive agreement.

MDN is pleased to inform its shareholders that a decision should be taken within the next weeks. In the event of a positive decision MDN would receive US\$200,000 within seven days of the decision and the definitive agreement will be finalized. Furthermore, XINYE will have the option to acquire 100% of MDN's interests in Ikungu and Ikungu East for US\$3,000,000.

#### Exploration activities - Prairie Lake

Following the positive exploration results generated during the field works in the summer of 2015 on the Prairie Lake Property in Ontario (see press release dated October 22, 2015), the Company intends to undertake an exploration campaign with geophysical works followed by drilling in the course of 2016. This campaign will enable to better define and understand the geological setting of the property and potentially discover new high-grade niobium bearing carbonatites. The Company plans to conduct a small funding to undertake such exploration campaign.

#### Administrative expenses

The Company has significantly reduced its administration expenses in 2015 and will continue to reduce them in 2016. The reduction comes largely from a decline in the compensation of the management of the Company and the office rent. The later have also accepted a second salary decrease that will be effective as of the month of January 2016.

"We are confident that XINYE will proceed with the next step," said Claude Dufresne, President and CEO. "Alongside the upcoming activities on Ikungu, we will continue our cost reduction activities. The decisions were taken first to adapt to the persistent bear market in the natural resources sector and secondly in order to be well equipped to develop our projects when markets are more favourable," said Mr. Dufresne.

About MDN (TSX:MDN)

[MDN Inc.](#) is a mining exploration and development company with properties in Quebec, Ontario and Tanzania. In Quebec, MDN holds a 72.5% interest in Crevier Minerals Inc., which owns a NI 43-101 niobium-tantalum resource and 100% of the Samaqua property. The Company also has the option to acquire a 100% of the Prairie Lake properties in Ontario.

Forward-Looking Statements

This press release contains forward-looking statements. Such statements are not guarantees of future performance, and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements are discussed in greater detail in the Company's most recent Annual Information Form filed on SEDAR. Investors and others who base themselves on the Company's forward-looking statements should carefully consider the factors mentioned in the Annual Information Form, as well as the uncertainties they represent and the risk they entail. The Company believes that the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct, and as such, the forward-looking statements in this press release should not be unduly relied upon. These statements speak only as of the date of this press release.

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